

RECORDATION NO.

FILED

DEC 30 '98

10-55 AM

ALVORD AND ALVORD  
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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

December 30, 1998

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are four (4) copies of a Memorandum of Lease Supplement, dated as of December 30, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to Lease of Railroad Equipment previously filed with the Commission under Recordation Number 18103.

The names and addresses of the parties to the enclosed document are:

Lessor: Electric Fuels Corporation  
Barnett Tower  
One Progress Plaza  
St. Petersburg, Florida 33701

Lessee: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

A description of the railroad equipment covered by the enclosed document is:

three (3) locomotives bearing reporting marks and road numbers CSXT 342 through CSXT 344, inclusive.

Mr. Vernon A. Williams  
December 30, 1998  
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/bg  
Enclosures

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Robert W. Alvord

Date: 12/30/98

Alvord and Alvord  
918 Sixteenth Street, NW., Ste. 200  
Washington, DC., 20006-2973

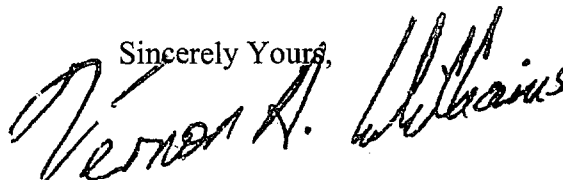
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 12/30/98 at 10:55AM, and

assigned recordation number(s). 21910, 18103-K, 20244-L, 20244-M, 20244-N,  
21715-A and 21863-A.

Sincerely Yours,



Vernon A. Williams

Enclosure(s)

182.00

\$\_\_\_\_\_ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



## MEMORANDUM OF LEASE SUPPLEMENT DEC 30 '98

10-55 AM

THIS MEMORANDUM OF LEASE SUPPLEMENT is intended to evidence a Lease Supplement, dated as of December 30, 1998, to the Lease of Railroad Equipment, dated as of December 22, 1992 (the "Lease"), between Electric Fuels Corporation, a Florida corporation ("Lessor"), and CSX Transportation, Inc., a Virginia corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under 49 U.S.C. § 11303. Lessee has leased from Lessor the Units described below at the rentals and upon the terms and conditions provided in the Lease.

Equipment Numbers

342-344, inclusive

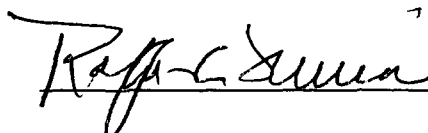
Equipment Description

Model CW44AC  
4,400 H.P., Six Axle,  
Six Motor Diesel  
Electric Locomotives

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due authority, have executed this Memorandum of Lease Supplement as of the 30th day of December, 1998.

## ELECTRIC FUELS CORPORATION

By:



Title:

Vice President

## CSX TRANSPORTATION, INC.

By:



John C. Eccleston  
Assistant Treasurer

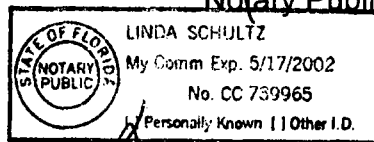
State of Florida )  
)  
County of Pinellas )

On this 17<sup>th</sup> day of December, 1998, before me personally appeared Ralph S. Mucci, to me personally known who, being by me sworn, says that he/she is Vice President of Electric Fuels Corporation, that the foregoing instrument was executed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARY SEAL]

Linda Schultz  
Notary Public

My commission expires:



State of Florida )  
)  
County of Duval )

On this 9<sup>th</sup> day of December, 1998, before me personally appeared John C. Eccleston, to me personally known who, being by me sworn, says that he is Assistant Treasurer of CSX Transportation, Inc., that the foregoing instrument was executed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARY SEAL]

Howard Michael Lee  
Notary Public

My commission expires: 8/2/1999

